

Exhibit D

Intellectual Property Department

Ajinomoto Co., Inc.

1-1, Suzuki-cho, Kawasaki-ku,
Kawasaki, Kanagawa 210-8681 Japan
Telephone:81-44-244-7182 Facsimile:81-44-244-9619

December 12, 2001

Mr. David T. Bowman
General Counsel
The NutraSweet Company
10 South Wacker Drive, Suite 3200
Chicago, IL 60606
Telephone:(312)873-5006, Facsimile:(312)873-5053
david.t.bowman@nutrasweet.com

RE: R&L Agreement

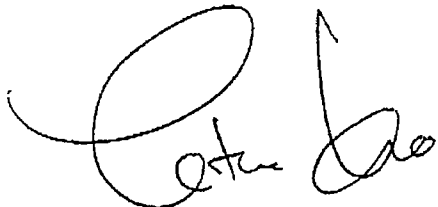
Dear Mr. Bowman

Thank you for your fax dated on December 7, 2001 regarding the captioned matter. Considering your request, I propose that Ajinomoto will make specific disclosures to The NutraSweet Company regarding the violation, but Ajinomoto prefers to make such disclosures in person at the meeting in Chicago. I hope that you understand seriousness of the situation and agree to attend the meeting.

For facilitating arrangement of the meeting, Mr. J. Rawson of Cleary, Gottlieb, Steen & Hamilton, who is our legal consultant, may call you and discuss this matter directly.

I look forward to hearing from you as soon as possible.

Sincerely yours,

A handwritten signature in black ink, appearing to read 'Tetsuo Kono', with a large, stylized 'K' and a long horizontal stroke.

Tetsuo Kono, Ph.D.
General Manager
Intellectual Property Department
Ajinomoto Co., Inc.

CC: Mr. T. Takahashi, Sweetener Dept.

Mr. T. Miyama

Dr. H. Morioka